

RECORDATION NO. 28031 - <sup>A</sup>FILED

SEP 04 '09 -9 00 AM

**SURFACE TRANSPORTATION BOARD**

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ELIAS C. ALVORD (1942)  
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OF COUNSEL  
URBAN A. LESTER

September 4, 2009

Anne K. Quinlan, Esquire  
Acting Secretary  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Full Service Railcar Lease, effective as of March 25, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Full Service Railcar Lease being filed with the Board under Recordation Number 28031.

The names and addresses of the parties to the enclosed document are:

Lessor:                   BBRX Two LLC  
885 Second Avenue, 49th Floor  
New York, NY 10017

Lessee:                   Vulcan Materials Company  
1200 Urban Center Drive  
Birmingham, AL 35242

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A description of the railroad equipment covered by the enclosed document is:

20 covered hopper railcars within the series BNBX 20005 - BNBX 20099 as more particularly set forth in the attachment to the document (previously marked and numbered within the series CEMX 120001 - CEMX 120100).

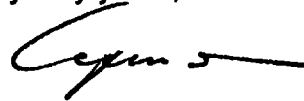
A short summary of the document to appear in the index is:

Memorandum of Full Service Railcar Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned

Very truly yours,

A handwritten signature in black ink, appearing to read "Alvord", with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem  
Enclosures

MEMORANDUM OF FULL SERVICE RAILCAR LEASE SEP 04 '09 -9 00 AM

**SURFACE TRANSPORTATION BOARD**

THIS MEMORANDUM OF FULL SERVICE RAILCAR LEASE dated as of this 24<sup>th</sup> day of July, 2009, effective as of March 25, 2009 to that certain Master Full Service Railcar Lease dated as of July 24, 2009, effective as of March 25, 2009, between BBRX TWO LLC, a Delaware limited liability company (the "Lessor") and VULCAN MATERIALS COMPANY, a Delaware corporation (the "Lessee"), pursuant to which Schedule No. 01 has been executed, is made by the Lessor and the Lessee (the Lessor and together with the Lessee, the "Parties")

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Parties entered into that certain Master Full Service Railcar Lease dated as of July 24, 2009, effective as of March 25, 2009 and that certain Schedule No. 01 thereto dated as of the same date (hereinafter as the same may from time to time be amended, modified or supplemented, the "Agreement"), covering the equipment listed on Exhibit A hereto (the "Cars");

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Agreement, and the respective interests therein of the Parties and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date set forth below

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Cars to the Lessee in accordance with the terms and conditions of the Agreement, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein

This Memorandum of Full Service Railcar Lease may be executed by the Parties in separate counterparts, each of which when so executed and delivered shall be an original, but all such counterparts shall together constitute but one and the same instrument.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the undersigned has caused this Memorandum of Full Service Railcar Lease to be executed by a duly authorized officer as of the day and year set forth below.

BBRX TWO LLC, as Lessor

By George Stone  
Name George Stone  
Title: Vice President  
Date: August 7, 2004

VULCAN MATERIALS COMPANY, as Lessee

By: [Signature]  
Name Mark Hansen  
Title Plant Manager  
Date: 7/28/04

STATE OF New York

) SS:

COUNTY OF New York)

On 8/7, 2009 before me, Indra Bedasie, Notary Public, personally appeared George Stone, personally known to me to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Indra Bedasie

INDRA BEDASIE  
Notary Public, State of New York  
No. 01BE6014602  
Qualified in Queens County  
Certificate Filed in New York County  
Commission Expires October 19, 2010

STATE OF Florida )

) SS.

COUNTY OF Alachua )

On July 28, 2009, before me, Denise Suggs, Notary Public, personally appeared Chas Horner, personally known to me to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal

Denise Suggs



## EXHIBIT A

### MEMORANDUM OF FULL SERVICE RAILCAR LEASE

#### Quantity/ Car Description

Twenty (20) 3250 CF, 2 pocket covered hopper railcars, AAR Car Type Code C112, built by Thrall Manufacturing in 2001

#### Reporting Marks and Numbers

BNBX 20005  
BNBX 20008  
BNBX 20023  
BNBX 20033  
BNBX 20037  
BNBX 20042  
BNBX 20045  
BNBX 20049  
BNBX 20057  
BNBX 20073  
BNBX 20079  
BNBX 20081  
BNBX 20082  
BNBX 20088  
BNBX 20092  
BNBX 20093  
BNBX 20094  
BNBX 20095  
BNBX 20097  
BNBX 20099

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 9/4/09



\_\_\_\_\_  
Robert W. Alvord